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January 12, 2001

David Waddell
Executive Secretary
Tennessee Regulatory Authority
460 James Robertson Parkway
Nashville, TN 37243-0500

Re: *Petition of Adelpia Business Solutions of Tennessee, L.P. and AVR, L.P.
d/b/a Hyperion of Tennessee, L.P., Inc. for Arbitration*
Docket No. 00-00927

Dear David:

I have enclosed one original and thirteen copies of the Objections of Adelpia Business Solutions, L.P. and AVR, L.P. d/b/a Hyperion of Tennessee to BellSouth Telecommunications, Inc.'s First Set of Interrogatories and First Requests for Production of Documents.

Very truly yours,

BOULT, CUMMINGS, CONNERS & BERRY, PLC

Henry Walker
By: *by WKM w/permission*
Henry Walker

HW/nl
Enclosure
cc: Parties

**BEFORE THE
TENNESSEE REGULATORY AUTHORITY**

Petition of)
)
ADELPHIA BUSINESS SOLUTIONS,)
OF TENNESSEE, LP and AVR, L.P. d/b/a)
HYPERION OF TENNESSEE, L.P., INC.)
For Arbitration with BellSouth)
Telecommunications, Inc. Pursuant to)
Section 252(b) of the Communications)
Act of 1934, as amended by the)
Telecommunications Act of 1996)

Docket No. 00-00927

ADELPHIA BUSINESS SOLUTIONS OF TENNESSEE, L.P. AND
AVR L.P. d/b/a HYPERION OF TENNESSEE, L.P. INC.
OBJECTIONS TO BELL SOUTH TELECOMMUNICATIONS, INC.'S
FIRST SET OF INTERROGATORIES AND
FIRST REQUESTS FOR PRODUCTION OF DOCUMENTS

Adelphia Business Solutions of Tennessee, L.P. and AVR L.P. d/b/a Hyperion of Tennessee, L.P. Inc. (collectively "Adelphia") hereby provide the following objections to BellSouth Telecommunications, Inc.'s first set of interrogatories and first requests for production of documents ("Data Requests" or "Requests"). Adelphia objects as follows to the following Data Requests propounded by BellSouth.

General Objections

Adelphia makes these General Objections to the Data Requests and incorporates each of the General Objections into its specific objections to each of the Requests.

1. Adelphia objects to the Requests to the extent that the response called for exceeds that required by any order of the Tennessee Regulatory Authority ("TRA"), any regulation or rule of the TRA, or the applicable rules of practice and procedure.
2. Adelphia objects to the Requests to the extent that they seek information that is privileged or otherwise exempt from discovery, including but not limited to documents or information protected by the attorney-client privilege, the work-product doctrine, or the trade-secrets doctrine.
3. Adelphia has made a reasonable effort to respond to each Request as Adelphia

understands and interprets the Request. If BellSouth should assert an interpretation of any Request that differs from Adelphia's, Adelphia reserves the right to supplement or amend its objections. Adelphia further reserves the right to produce responsive documents or information received after the date of this Response.

4. Adelphia expressly reserves and does not waive any and all objections it may have to the admissibility, authenticity or relevancy of the responses produced pursuant to this Request.

Objections and Responses to BellSouth's Requests

Many of the specific objections that Adelphia makes are applicable to several of BellSouth's Requests. For this reason, Adelphia provides the following definitions of those objections and, where applicable, repeats only the defined term in stating their specific objections.

- i. Irrelevant: the request is not relevant to the specific questions presented in this arbitration and is not reasonably calculated to lead to the discovery of data relevant to resolution of these issues.

- ii. Unduly Burdensome: the request is unduly burdensome in that providing the requested data (i) would require an unreasonable expenditure of time and resources to search for documents or information, (ii) is cumulative and/or has only a limited likelihood of leading to the discovery of data relevant to resolution of the specific arbitration issue and either (a) the value of providing the data is outweighed by the burden of production or (b) BellSouth can obtain the data through publicly available information.

- iii. Overly Broad: the request seeks a general category of information within which only certain portions of the information are reasonably related to the subject matter of this arbitration.

- iv. Vague and Ambiguous: the request is vague and ambiguous in that it does not describe the data sought with particularity or fails to convey with reasonable clarity what is being requested and, as such, Adelphia cannot reasonably determine the intended meaning, scope or limits of BellSouth's Request.

- v. Commercially Sensitive, Proprietary, and Confidential: the requested data relates to issues, matters, or materials that contain proprietary, confidential, and/or trade secret information which would cause competitive harm to Adelphia if disclosed.

- iv. Calls for a legal conclusion: the request calls for a conclusion of law.

BellSouth Interrogatory 1

INTERROGATORY: Please identify all persons participating in the preparation of the answers to these Interrogatories or supplying information used in connection therewith.

RESPONSE: Adelphia objects to this data request on the basis that the information is irrelevant to the subject matter of this arbitration, is not reasonably calculated to lead to the discovery of relevant or admissible evidence, seeks discovery of commercially sensitive, proprietary and confidential information, and is overly broad and unduly burdensome.

BellSouth Interrogatory 13

INTERROGATORY: For each service identified in response to Interrogatory No. 5, please identify the number of customers who subscribe to or purchase the service.

RESPONSE: Adelphia objects to this data request on the basis that the information is not relevant to the subject matter of this arbitration, is not reasonably calculated to lead to the discovery of relevant or admissible evidence, seeks discovery of commercially sensitive, proprietary and confidential information, and is overly broad and unduly burdensome.

BellSouth Interrogatory 16

INTERROGATORY: For each service identified in response to Interrogatory No. 5, please identify all rates that are or could be charged to customers purchasing the service.

RESPONSE: Adelphia objects to this data request on the basis that the information is not relevant to the subject matter of this arbitration, is not reasonably calculated to lead to the discovery of relevant or admissible evidence, seeks discovery of commercially sensitive, proprietary and confidential information. Subject to and without waiving any of the foregoing objections Adelphia states that the rates Adelphia charges for virtual NXX service offerings are not only extremely commercially sensitive but are in no way relevant to whether BellSouth must pay Adelphia intercarrier compensation for termination of BellSouth-originated traffic. The issue is not what Adelphia charges its customers for the services in question, but whether BellSouth is entitled either to provide zero compensation or to charge originating access charges to Adelphia for terminating calls from BellSouth's customers.

BellSouth Interrogatory 17

INTERROGATORY: Assume that a BellSouth end-user calls an Adelphia end-user that is not an ESP and/or ISP and that has been assigned a virtual NXX telephone number. Does Adelphia agree that the call originates at the physical location of the BellSouth end user?

RESPONSE: Adelphia objects to this data request on the basis that the information is not relevant to the subject matter of this arbitration and is not reasonably calculated to lead to the discovery of relevant or admissible evidence. Among other reasons, this data request is not relevant because there is no factual dispute regarding the originating location of a virtual NXX call. The issue in this arbitration is whether the local nature of a call for rating and compensation purposes is determined by the NXX's of the originating and terminating numbers.

BellSouth Interrogatory 19

INTERROGATORY: Assume that a BellSouth end-user calls an Adelphia end-user that is not an ESP and/or ISP and that has been assigned a virtual NXX telephone number. Does Adelphia agree that the call terminates at the physical location of the Adelphia end user?

RESPONSE: Adelphia objects to this data request on the basis that the information is not relevant to the subject matter of this arbitration and is not reasonably calculated to lead to the discovery of relevant or admissible evidence. Among other reasons, this data request is not relevant because there is no factual dispute regarding the terminating location of a virtual NXX call. The issue in this arbitration is whether the local nature of a call for rating and compensation purposes is determined by the NXX's of the originating and terminating numbers.

BellSouth Document Request 3

REQUEST: Please produce copies of any and all reports authored by any expert listed in your response to Interrogatories Nos. 2 and 3, including any drafts, notes, work papers, summaries of compilations thereof.

RESPONSE: Adelphia objects to this data request on the basis that the information is irrelevant to the subject matter of this arbitration, is not reasonably calculated to lead to the discovery of relevant or admissible evidence, seeks discovery of commercially sensitive, proprietary and confidential information, and is overly broad and unduly burdensome.

BellSouth Document Request 13

REQUEST: Please produce all documents which support your response to Interrogatory No. 13.

RESPONSE: See response to interrogatory 13.

Respectfully submitted,

Henry Walker
by WLM w/permission

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Counsel for Adelphia Business Solutions of Tennessee, L.P. and AVR, L.P. d/b/a Hyperion of Tennessee, L.P., Inc.

Dated: January 10, 2001

CERTIFICATE OF SERVICE

I hereby certify that a true and correct copy of the foregoing has been forwarded via U.S. Mail, postage prepaid, to the following on this the 12th day of January, 2001.

Guy Hicks, Esq.
BellSouth Telecommunications, Inc.
333 Commerce St., Suite 2101
Nashville, TN 37201-3300

Henry Walker
by WSM w/permission

Henry Walker